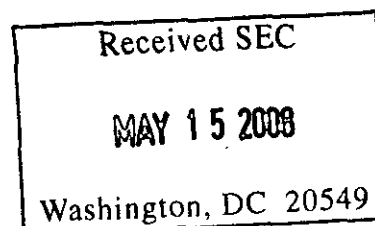


**NASDAQ**

THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
8800 BLACKWELL ROAD  
ROCKVILLE, MD 20850

Michael Emen  
Senior Vice President  
Listing Qualifications



08048440

By Facsimile and First Class Mail

May 15, 2008

Ms. Cecile Peters  
Chief, IT Services  
Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

CERTNAS  
001-340660

Dear Ms. Peters:

This is to certify that on May 15, 2008, The Nasdaq Stock Market (the "Exchange") received from PrivateBancorp, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Trust Preferred of PrivateBancorp Capital Trust IV

We further certify that the security described above has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Michael Emen

by W.S.

PROCESSED

J MAY 21 2008  
THOMSON REUTERS

END